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ITEL
CORPORATION
TRANSPORTATION SERVICES GROUP

No. ~~10215-B~~
Date MAY 11 1979
Fee \$ 10.00

May 3, 1979

ICC Washington, D. C.

RECORDATION NO. 10215-B FILE NO.

MAY 11 1979 - 2 22 PM

INTERSTATE COMMERCE COMMISSION

Honorable H. G. Homme
Acting Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Sir:

Enclosed for filing with and recording by the Interstate Commerce Commission are five originals of a Release & Assignment dated as of April 27, 1979, between ACF Industries, Inc., 750 Third Avenue, New York, New York 10017, and Itel Corporation, acting through its Rail Division, Two Embarcadero Center, San Francisco, California 94111.

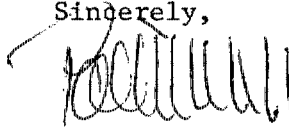
The Release covers the following equipment:

50 89'4", XM, 70-ton flatcars numbered ERES 250050-250099
both inclusive.

Also enclosed is this Company's check in the sum of \$10.00, payable to the Interstate Commerce Commission, being the prescribed fee for filing and recording the foregoing Release & Assignment.

Please return all additional copies of the enclosed counterparts not required by the Interstate Commerce Commission, to David Schwartz, Esq., of Sullivan & Worcester, who will be delivering this letter on our behalf.

Sincerely,


Paul M. Willard
Counsel

PMW:ma
Enclosures

RECEIVED
MAY 11 2 20 PM '79
I.C.C.
FEE OPERATION B.R.

TWO EMBARCADERO CENTER • SAN FRANCISCO, CALIFORNIA 94111 • (415) 955-0123

SSI RAIL

SSI NAVIGATION

SSI CONTAINER

RELEASE AND DISCHARGE

MAY 11 1979 9 25 PM

INTERSTATE COMMERCE COMMISSION

This Release and Discharge dated April 27, 1979 from ACF INDUSTRIES, INCORPORATED (the "Vendor") whose principal office is at 750 Third Avenue, New York, New York, to ITEL CORPORATION - RAIL DIVISION (the "Vendee"), whose principal office is at Two Embarcadero Center, San Francisco, California 94111.

WITNESSETH:

WHEREAS, The Vendee by a Conditional Sale Agreement (the "Conditional Sale Agreement") granted a security interest to the Vendor in certain railroad equipment (the "Collateral"), more particularly described in Schedule A attached hereto as security for the payment of the purchase price of the Collateral; and

WHEREAS, the Conditional Sale Agreement has been filed and recorded by the Interstate Commerce Commission on March 21, 1979 at 11:40 a.m. pursuant to the provisions of Section 20c of the Interstate Commerce Act and has been assigned Recordation No. 10215; and

WHEREAS, the purchase price of the Collateral and all other sums secured by the Conditional Sale Agreement have been paid in full;

NOW, THEREFORE, in consideration of the premises and of the sum of \$1.00 and other good and valuable consideration, the receipt whereof is hereby acknowledged and in pursuance of the terms and provisions of the Conditional Sale Agreement, the Vendor hereby releases and relinquishes any and all right, title, claim or demand of the Vendor in and to the Collateral arising by, through or under the Conditional Sale Agreement and further authorized the Release and Discharge to be filed with and recorded by the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act in order to discharge the Conditional Sale Agreement and to satisfy the same of record.

IN WITNESS WHEREOF the Vendor has caused this agreement to be executed all as of the date and year first above written.

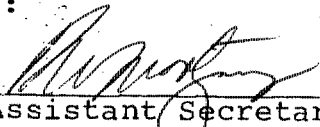
ACF INDUSTRIES, INCORPORATED

By 

Its _____ Secretary

(Corporate Seal)

Attest:


Assistant Secretary

DESCRIPTION OF COLLATERAL

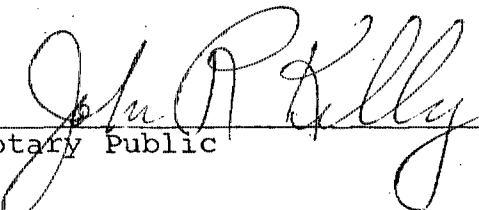
Fifty (50) 70-Ton 89'4" All Purpose Flat
Cars, bearing identifying numbers ERES
250050 through 250099, both inclusive.

SCHEDULE A

(to Release and Discharge)

STATE OF NEW YORK)
) ss:
COUNTY OF NEW YORK)

On this 3rd day of May 1979, before me personally appeared E. C. Hall, to me personally known, who being by me duly sworn, says he is Secretary of ACF INDUSTRIES, INCORPORATED, that one of the seals affixed to the foregoing instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


Notary Public

(SEAL)

My commission expires:

JOHN R. KELLY
Notary Public, State of New York
Qualified in Orange County
Certificate Filed in New York County
Commission Expires March 30, 1981